Attachment 2B - Competitive Showing

													
	drieway beam! Calida Limited Personal		Mede 7 Shoe's	wednest TATA	(SHANDE) (mandagachoV	Wareheasto (30MR12)	(st-840E) seele-fW 181A	notgristesW - C18 A29 fluctesM	arè	ALICA LOUGH		Washington County, INO	
quin menus codes	didmentral beaml. 8 ASA two-salid	- Contraction	wieste Toftorq	sector W TATA	Voicestreem (30MHz)	ANIMATED CO (SOPHIES)	(<u>si-MAOE)</u> (molaylity TATA	Mesouri RSA #6 - Calaway	115	ano T 18 - 60	6:565	Warram County, MO	
DSCOC of Greater Mesouri, LLC	Section Missouri Collabor Limited Partnership	- avendagh	Andre T affice q	modern Tata	(si-B-ROC) meesteeoleV	Whelesco (30MHz)	(SPAROE) IMMUNIVY TATA	notgránariv - Erté ÁZSI huosailit	916	#P07 15 ⋅ 61	98162	Site, Genevieve County, MO	
Cyberial Califar Telephone Company	Grinners Period Califor Limited Personality	- ev Bwtxet1	sieste Tother 9	motori W 127A	(≤HANOÉ) mesetemán∨	Windowsco (30M/kz)	(SHMOE) seeledW 1.81A	ASM JI-OM, MOJ. IS	11	sinod its - 61	58182	St. Louis County, MG	
Cyberial Calular Telephone Company	Engine Missouri Collulus Limited Partnership	av quetrain.	Pacific Totals	moder(W T.81A)	(диусс) швелиною,	(13-MADE) oChemin MV	(3HM0E) ====================================	St. Louis, INO-IL MSA		#woJ.i≳ · èi	39610	ON Louis ally, MO	
COCC of Greeke Meson, LLC	Eastern Missouri Cellular Limited Partnership	evanikali	Pacific Teleph	modern' TATA	Volcentenin (30MHz)	(314M0C) oOmedenWV	(21440E) anniusty T&TA	notprintenty - C+t A2A tuoselly	915	sino] 35 - 61	18165	St. Francois County, MO	
Change College Telephone Company	Earlern Meacuri Cellular Umiled Perhansiip	evantuelit	Pacific Tolesie	saste (W T&TA	Volcestreem (30MHz)	Average (2088-tz)	(SI-MAGE) mode/IW TATA	SI LOWE, MO-IL MSA	,,	einod (18 - 21	EB171	SI CIPIL CONUAL ILL	
	Cartern Minecount Collum Limited Partnership	SARADIN	Padfle Talests	societ(W TATA	(zHMOE) mesessojo ((214YOC) 038WH4A	(SHINGE) ambigNW TATA	SI Could, MO-IL MSA		must is 6t	£8167	St. Charles County, MO	
USCOC of Greater Mesous, LLC	Southwestern Bell Wireless, LLC	evantable	Made Takes	### W 121A		WirelessCo (30k#tt)	(SHMOC) seele VW T-&TA		250			Playnoide County, MO	
Collect Partnership des Verteen Washing	Southern Groeis RSA Partnership drink First Cellular of Southern Monte	evindae/	alacia i chicari	socier(W T&TA	(zj ajy (05) wasaneojoA	Westeraco (30MHz)	(SI-BADE) spoles (VI-BTA	nagráreW - Be ÁZS accel	LOP	#no1 36 · 61	45141	Randolph County, IL	
Cyberfel Celebrane Company	Quinterring Totalmil white Drought metad	evantrain	mante Taltos 9	ATATA	(SI-9AIOE) maantanciioV	WhateseCo (30MHz)	(S-MAGE) molevily TATA	ASM JI-OW .mbol. IS	ii	sinon 15 · fil	CEILL	Manroe County, IL	
Colice Partments	Section Milesouri Collinia Similari Parandila matemia	BARMETH)	alibe ³	****** TATA	(SI-BAOE) manasacioV	Whelesco (30MHz)	(SHAOC) molanty TATA	Yne'f - Bi's AZA huceallA	ızs	sino 1 18 - 61	58153	Wadmon County, MG	
Cyberia Calula Talephone Company	Gentern Missouri Cellular Limited Partnership	eventuel	mental altore	seele (W TATA	Voicestraam (30MELz)	Wheeler (300,842)	(21-840E) mole (W 1.81A		LI	#107 % <u>- 61</u>	81141	Ji Yunog udepeyi	
		BVEWAXAM			(2	(manual acases	(m			einod JS - 61		Macoupin County, IL	
Coltra Partnership Southwestern Bell Mobile Systems, LLC	Masouri RSA 8 Limited Partnership USCOC of Woods RSA 84, Inc.	Newtonia Newtonia	ninese T afford	seeler/W T&TA	(SP#A05) marrianaloV (SP#A05) marrianaloV	WhyleseCo (30MHz)	(51-MAGE) MANUAL (30MA-EZ)	Manouri RSA #8 - Celevay	100	9no 1 15 · 61			
Allon Calantes	USCOC of Whole RSA PM, Inc.	(man/xal/		BBOGSTAY TATA	(SHMOC) meetineoloV	Whitelesco (30MHz)		Alter Grande City, it, MSA	500			Jersey County, IL	
			,								-		
	Eastern Misseuri Collular Limited Partnership	eventual	Pacific Teleph	HANNE BY A	(2)-1-40E) mesosacoto A	Whelesaco (30MHz)	(SHMOC) unalerWY T&TA	ASM JI-OM INDJ. IS	15	APPOT 25 - 64		OW (mmo) normalist	
VSCOC of Green's Masouri, LLC	Southwestern Bed Wheters, LLC	evanteeld	Pacific Telesia	sesies/W TATA	(SHMOC) memberoloV	AAAAAAA (30MHZ)	(21-14/00) nime-4/4 1-21A	normarie - Yrit ARR hutarali	230	er=1 15 · 61	39093	Tran County, MO	
USCOC of Grader Mesouri, LLC	differential Patient J STATE ASSET Tuccestol		Annual Talkbard	**************************************	(ZHENNOE) LUMBER MANAGON	Meniosa (30) with	(SHAOE) seels WY TATA	usednoM - 118 AZA nuosaM	\$1¢	900 15 · 61	£1082	Cessconade County, MO	
Cyberiel Calida Talephone Company	كمعادس القديميدا كطاعات للسائم الجيميداني	BYBWAN	nimmin 7 office 9	mode/W TSTA	(514MOC) meanineoloV	(xi-livi06) n-O penier/M	(SHADE) mode (W TATA	ASM JLOM, ALON R		#noj is di	11062	Franklin County, MO	
Colton Partnerskip	quinnering's belieful STATE ASA hucustill	eventue/A	missio T office q	sector/NY T&TA	(xi-9400) mestasoioV	Windows (30) #42)	(<u>111406</u>) 2001 W 127A	mingle - ST4 ABR Income	515	#F#1 75 €	99067	OH years county. MO	
Cyberial Callular Telephone Company	giterentral belief Limited Paraestia	evantzati	Pacific Telepite		(SHAMOE) meantemoteV	Wireless Co (30M/s)	(254040E) seeks IAV TATA	ARM JI-OH, MUST, 38	41	eno1 15 · 61	12071	Christe County, L	
Southweaters Bell Mabble Systems, LLC	USCOC of Name RSA IN, Inc.	- SVENDAM	aleste T alford	MAN TATA	(гначос) шваливою/	WastersCo (3068 tc)	(SPANOE) motority TATA	embh - M ABA aonta	280	##07 TS · 61	E1041	Cathoun County, 6.	
Southwestern Ball Mobile Systems, LLC	quience of behind 7 bre 8 ASR stories	er express	Paddic Tologo	seciariMi TATA	Volcestream (308/6/12)	(3)-(4)(C) (2)-(4)-(A)	(SHMOS) manage Tata	Yearnoymush - 84 AEA atomaty	66E	aluo.J. 18 - 61	90021	Bond County, IL	OM .auc.l .12 - 18
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Colice Partnership	distractional bedieved Smith ASA Incommitte	merdesoloV	Colton Permenting		Vaicestreen (30M/tz)	(3) NATION (3) (3) (3)	TeleCorp PCS (206Hz); A 14 Whales (200Hz)	servité - Still ARR income?	212	apro 1 15 · 61	19162	Photos County, MO	
determined color)	determined beam ST\11 ABR incomin	тантаного	Quitmentaire codes3	mote five TATA	Volcentration (30MHz)	Whateneco (30Miles)	TeleCorp PCS (206842): ATA Wheless (10842)	eeiniM - S14 ASR inceelM	212	aluoJ. Rž Gr	25125	Martes County, MO	
Collect Partnership	differential Styrt ABR hucesilii	тиветиваноюУ	Common Participation	sesierW T&TA	Voicestreem (30MHz)	(ZH440C) PO VINITA IA	TeleCorp PCS (20M-iz); AT&T Wheless (10M-iz);	annahi - S.F. A.2.9 Fucessiff	gış	aboJ.38 ⋅ 6€	906Z	Dans County, MO	OM ANGR- UR
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Allertic Colleges Telephone of Determine, LLC	Portland College Partnership	ROSE Winness	"Northeam Communications"	riloginmO	(SHMOE) BYRWINEM	Manheed (309/84%)	(SHAOS) materiev TATA (SHAOT) marefeecky	AZM 3M, breitro?	251	eonebhor4-naleo8 - 8	52052	geöngspoc conupy, ME	
Self (14 AER enfekt	RCC Minnesulls, Inc.	BlommriM 2097	**************************************	Completeins	(zławce) arawczaki	With State (2001)		Sedeman - Es ABR ecieM	999	ecomobivers - foreign - f	SLOCZ	Lincoln County, ME	
Allendic Collular Totophore of Delawars, LLC	Portland Collum Pertnering	HCC Winnesste	"Northcoast Communications	Swingham	(SHMOE) evawhasin	WhelensCo (30MPtz)	(3) (3) (3) (4) (2) (4) (5) (4) (5) (5) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	ASÚ BM , brusta P	751	gonebhard-noised - \$	20005	Sumbartand County, 4/6	34 . American brankog - 120
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Attachment 26 - Competitive Showing

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Westel Indianapolis LLC	between a treat in familiary 3TO	темпрофор	hrioqinmO	(contract)	ASC Whelese (156/Hz); Von	Ecipes PCS (20MHz): AT&T	Washest Co (30MHz)	AZM M. eluah anaT	281	modeweput : 15	59181	M. VinuoD noillime	되
	dependent of			ŀ	Connep Inies PCS (15MH42)	(21-MO!) assistive						<u> </u>	
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i					Connep tried PCS (15MHt2)	(ZI-MYOL) RESIDENÇA							
Colluin Proportion, Inc.	qiriznerriar9 bellimi.1 7 brus 8 A2H atomili	mandamole/V	- эмерении	downernA	noV.(SHWAT), tasterity D&A		WhelesCo (30MHz)	ADSIMALY - TA AZA MONE	00*	Modernstyl 1	EE071	County, R.	4
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USCOC of Graphs Missouri, LLC	Affiel Communications, Inc.	Мо соврас но	MAY	Bell methodolog	(SHIME) avantably	Wireless Co (30M/tz)	TakeComp PCS (20MHz); AT&T Wireless (10MHz);	abalosa J - 81% ASA harasaliki	815	#n01 15 · 8	. 62ZB2	Wright County, MO	ا م
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USCOC of Grasser Massouri, LLC	Affiel Communications, Inc.	Mathematica		Bed metawibus	(SH4/OC) evawine/	Wireless Co (304/842)	AT&T Whydens (105.04); TeleComp PCS (205.042);	ebelball - 819 ASA ingestM	BLS.	Nu C. Louis	\$22,62	Webster County, MO	4
USCOC of Greek Meson, LLC	Alles Communications, Inc.	Voicestreen	leaft A		(SI-MOE) dystandraph	MARINE (30HHZ)	TakeCorp PCS (20Metz);	ebeba.J - 81% A25 huoralM	818	#m7 1S · 6	51565	OW : VILTO SERVE	늬 !
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USCOC of Grades Mesount, LLC	Affel Communications, Inc.	Voicestream	in jewy	Wretens	(\$FRADE) evantraph	AVENIESCO (30MHZ)	TateCorp PCS (20484z);	ebekau - 81% ASR nuorani	815	<u>— — — — — — — — — — — — — — — — — — — </u>	50165	OM (yinuo) abelon.	4 !
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USCOC of Greater Missouri, LLC	Alterentwy beyint i St. OM ARR Fronting Alter Alteri	мание	MA	Newscale Bell	(S)-BADE) swarming	Aurelenico (3099E)	(SHAD!) mode/WY TATA	enxile - 21% ASA huossilii	ais	907 35 · 6	. ∠9067	County, MO	,
	·		Pat	acaia/W			(SHADI) unalonW T&TA		····				7.
Outside Communications, LLC	Albei Communications, Inc.	Materials	Mev	ped metewritos	(\$HBADE) eventrain	Witnessella (30%)	TeleCorp PCS (20MH42):	notned - 01s AZA IncestA	£12	Binon IS 6	69062	Owner County, MO	4
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Mic College Corporation	Albei Communications, Ing.		india	Sec melternity of and	(SHHIOE) everywani	(2) (1) ((C) (2)((H)(C)	(3-040c) seeledby 141A	AZM DW ,biologrings	591	apro 1 15 - 6	E14067	CM Amus County, MO	,
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Same American Communications, LLC	Albei Consmisseons, Inc.	тестоску	PRV		(SHADE) avandrad/	WindowsCo (30MHz)	TeleCorp PCS (20MHz);	molray8 - Oth ASR IncomM	213	#POT 38 - 61	62062	OW (Alumo) unbrum)	<u>.</u>
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Cellular Market	СМА	County	МТА	ВТА	AWS PCS (MHz)	Non-AWS (Blk-MHz)	Cellular (Proposed)	Total (AWS & Non-AWS Post Acq.)	Competitors in Market
	-	Gadsden	Jacksonville	Tallahassee, FŁ		ABC (C-15)	25	40	ALLTEL, Cingular, Meriwether, Ne
Tallahassee, FL		Leon	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	Sprint, Sunshine PCS, T-Mobile,
		Wakulla	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	Verizon
Gainesville, FL		Alachua	Jacksonville	Gainesville, FL			25	25	ALLTEL, Cingular, Meriwether, Ne
Gamestine, 12	132	Bradford	Jacksonville	Gainesville, FL			25	25	NextWave, Sprint
		Putnam	Jacksonville	Jacksonville, FL		WAL (F-10)	25	35	ALLTEL, Nextel, NextWave, Sprint Mobile, Verizon
FL-5	364	Flagler	Tampa-St. Petersburg	Daytona, FL	AWP (E-10)		25	35	ALLTEL, American Wireless, Nexte NextWave, Sprint, T-Mobile, Veriz 10
		Dixie	Jacksonville	Gainesville, FL			25	25	
FL-6		Gilchrest	Jacksonville	Gainesville, FL			25	25	ALLTEL, Cingular, Meriwether, N
	505	Levy	Jacksonville	Gainesville, FL			25	25	NextWave, Sprint
		Union	Jacksonville	Gainesville, FL			25		ALLTEL, Cingular, Meriwether, Ne NextWave, Sprint
FL-7	366	Columbia	Jacksonville	Jacksonville, FL		WAL (F-10)	25	35	ALLTEL, Nextel, NextWave, Sprint
		Hamilton	Jacksonville	Jacksonville, FL		WAL (F-10)	25	35	
		Suwannee	Jacksonville	Jacksonville, FL	,	WAL (F-10)	25	35	Mobile, Verizon
A. 9.1		Lafayette	Jacksonville	Jacksonville, FL		WAL (F-10)	25	35	ALLTEL, Nextel, NextWave, Sprin Mobile, Verizon
FL-8	367	Jefferson	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	ALLTEL, Cingular, Meriwether, Ne
		Madison	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	Sprint, Sunshine PCS, T-Mobile,
		Taylor	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	Verizon
			-					1	ALLTEL, Cingular, Meriwether, Ne
F! 0	i 1	Gulf	Jacksonville	Panama City, FL		ABC (C-15)	25	40	Sprint, Sunshine PCS, T-Mobile, Verizon
FL-9	368	Calhoun	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	ALLTEL, Cingular, Meriwether, Ne
		Franklin	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	Sprint, Sunshine PCS, T-Mobile,
	l	Liberty	Jacksonville	Tallahassee, FL	``T	ABC (C-15)	25	40	Verizon

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Cellular Market	СМА	County	мта	вта	AWS PCS (MHz)	Non-AWS (Bik-MHz)	Cellular (Proposed)	Total (AWS & Non-AWS Post Acq.)	Competitors in Market	
		Holmes	Jacksonville	Panama City, FL		ABC (C-15)	25	40	ALLTEL, Cingular, Meriwether, Next Sprint, Sunshine PCS, T-Mobile,	
	Wa	Washington	Jacksonville	Panama City, FL		ABC (C-15)	25	40	Verizon	
FL-10		Jackson	Jacksonville	Tallahassee, FL		ABC (C-15)	25	40	ALLTEL, Cingular, Merlwether, Next Sprint, Sunshine PCS, T-Mobile, Verizon	
		Walton	New Orleans	Ft. Walton Beach, FL			25	25	ALLTEL, Cellular South, Cingular, Meriwether, Nextel, T-Mobile	
			1							
	1	Appling	Atlanta	Savannah, GA	AWP (A-30)		25	55	ALLTEL Chandre Herrer Laferra	
	Evans Tattnal			Atlanta	Savannah, GA	AWP (A-30)		25	55	ALLTEL, Cingular, Hargray, Lafayet
			Atlanta	Savannah, GA	AWP (A-30)		25	55 55	Nextel, T-Mobile	
		Toombs	Atlanta	Savannah, GA	AWP (A-30)		25	55	ALLTEL, Nextel, NextWave, Sprir Mobile, Verizon	
GA 11	381	Chartton	Jacksonville	Jacksonville, FL		WAL (F-10)	25	35		
		Bacon	Jacksonville	Waycross, GA		ABC (C-30)	25	55	ALLTEL, Cingular, Meriwether, Nex	
		Brantley	Jacksonville	Waycross, GA		ABC (C-30)	25	55	Savannah Ind. PCS, Sprint, T-Mobil	
	l.	Pierce	Jacksonville	Waycross, GA		ABC (C-30)	25	55	Verizon	
		Ware	Jacksonville	Waycross, GA		ABC (C-30)	25	55	Verizori	
	-	Colquitt	Atlanta	Albany-Tifton, GA	AWP (A-30)		25	55		
	1	Tift	Atlanta	Albany-Tifton, GA	AWP (A-30)		25	55	ALLTEL, Cingular, Cricket, Enterpris	
	1	Worth	Atlanta	Albany-Tifton, GA	AWP (A-30)		25	55	Wireless PCS, Nextel, Sprint, T-Mol	
		Atkinson	Jacksonville	Valdosta, GA	71111 (1.30)	ABC (C-30)	25	55	* * * * * *	
		Berrien	Jacksonville	Valdosta, GA		ABC (C-30)	25	55	1	
GA-14	384	Brooks	Jacksonville	Valdosta, GA		ABC (C-30)	25	55	1	
	1	Clinch	Jacksonville	Valdosta, GA		ABC (C-30)	25		ALLTEL, Cingular, Meriwether, Nex	
	1	Cook	Jacksonville	Valdosta, GA		ABC (C-30)	25	55	Sprint, T-Mobile	
		Jacksonville	Valdosta, GA		ABC (C-30)	25	55			
	1	Lanier	Jacksonville	Valdosta, GA	J	ABC (C-30)	25	55		
		Lowndes	Jacksonville	Valdosta, GA		ABC (C-30)	25	55		
ADC NO	1									
: ABC Wire L: Wireless					-				ļ	

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FCC 603

FCC Wireless Telecommunications Bureau
Application for Assignments of Authorization
and Transfers of Control

Approved by OMB
3060 - 0800
See instructions for
public burden estimate

Submitted 04/16/2003
at 04:25PM

File Number:
0001254000

1) Application Purpose: Amendment	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number: 0001254000
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

a) Is this a <i>pro forma</i> assignment of authorization or transfer of control? No
b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance rocedures for telecommunications licenses?
) For assignment of authorization only, is this a partition and/or disaggregation? No
a) Does this filing request a waiver of the Commission rules? 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No
b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule ections and enter the result.
Are attachments being filed with this application? Yes
a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not cluded on this form and for which Commission approval is required? Yes
b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are no included on this form and for which Commission approval is required? No

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10) FCC Registration Number (FRN): 0002048908					
11) First Name (if individual):	MI:	Last Name:	Suffix:			
12) Entity Name (if not an individual): ABC Wireless, l	LC				
13) Attention To: Don A. Adams						
14) P.O. Box:	And / Or	15) Street Address: 11400 SE 6th Street, Suite 100				
16) City: Bellevue		17) State: WA 18) Zip Code: 98004				
19) Telephone Number: (425)519-3988		20) FAX Number:				
21) E-Mail Address:						

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:		Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor information (for transfers of control only)

23) FCC Registration Number (FRN):			
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individual):			-
26) P.O. Box:	And / Or	27) Street Addres	ss:
28) City:		29) State:	30) Zip Code:
31) Telephone Number:		32) FAX Number:	
33) E-Mail Address:			

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name:	MI:	Last Name:	Suffix:	
35) Company Name:				
36) P.O. Box:	And / Or	37) Street Address:		
38) City:		39) State:	40) Zip Code:	
41) Telephone Number:		42) FAX Number:		
43) E-Mail Address:				************

Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corpora	ation			
45) FCC Registration Number (FR	N): 0003291192				
46) First Name (if individual):	MI:	Last Name:	Suffix:		
47) Entity Name (if other than indi	vidual): AT&T Wir	eless PCS, LLC			
48) Name of Real Party in Interest:			49) TIN:		
50) Attention To: David C. Jatlow					
51) P.O. Box:	And / Or	52) Street Address: 11	I50 Connecticut Ave., NW; 4th Fl.		
53) City: Washington		54) State: DC	55) Zip Code: 20036		
56) Telephone Number: (202)223-9222		57) FAX Number: (202)223-9095			
58) E-Mail Address: david.jatlow(@attws.com				

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: David	MI: C	Last Name: Jatlow	Suffix:			
60) Company Name: AT&T Wil	reless PCS, LLC					
61) P.O. Box:	And / Or	62) Street Address: 1150 Connecticut Ave.; 4th Fl.				
63) City: Washington		64) State: DC	65) Zip Code: 20036			
66) Telephone Number: (202)23	23-9222	67) FAX Number: (202)223	-9095			
68) E-Mail Address: david.jatlo	w@attws.com					

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

No
No
No
Yes
The state of the s

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

:: Kace.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:	_		

Assignor/Transferor Certification Statements

transferred until the consent of the required because the transaction is	Federal Communic s subject to stream	the authorization will not be assigned or the attions Commission has been given, or (2) slined notification procedures for pro formation and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not				
		ents made in this application and in the ex s application, and are true, complete, corre					
79) Typed or Printed Name of Part	y Authorized to Sig	n					
First Name: Darla	First Name: Darla MI: Last Name: Pomeroy Suffix:						
80) Title: Vice President							
Signature: Darla Pomeroy 81) Date: 04/16/03							

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Douglas	MI: I	Last Name: Brandon	Suffix:	
83) Title: Vice President of Manager				
Signature: Douglas I Brandon		84) Date: 04/16/03		
WILLFUL FALSE STATEMENTS MADE ON IMPRISONMENT (U.S. Code, Title 18, Section PERMIT (U.S. Code, Title 47, Section 312(a)	on 1001) AND/OI	R REVOCATION OF ANY STATION L	ICENSE OR CONSTRUCTIO	

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNLH391	AL						Yes	Full

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues Year 2 Gross Revenues Year 3 Gross Revenues Total Assets:

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

The copy resulting from Print Preview is intended to be used as a reference copy only and MAY NOT be submitted to the FCC as an application for manual filing.

Attachment List

Attachment Type	Date	Description	Contents
Other	04/01/03	Ex C: AWP Response to Item 77	0178326548349288703627981.pdf
Other	04/16/03	Ex. A: Description and Pub. Int. Stmt	0178365748349288703627981.pdf

AT&T Wireless PCS, LLC FCC Form 603 Exhibit C April 2003 Page 1 of 2

EXHIBIT C: Response to Question 77

AT&T Wireless Services, Inc. ("AWS"), a real party in interest, hereby submits this response to Question 77 of the FCC Form 603 concerning allegations against various indirect subsidiaries or affiliates of AWS. While these cases may fall outside the scope of disclosures required by Question 77, they are nevertheless being reported out of an abundance of caution.

On or about September 30, 2002, a case captioned *Beeler, et al. v. AT&T Cellular Services, Inc.*, et al. was filed in the United States District Court for the Northern District of Illinois, Eastern Division (Case No. 02C 6975). The Company is named as a defendant, along with several other wireless carriers providing service in the Chicago metropolitan area. Plaintiffs allege that the defendant carriers market handsets and wireless service through tying arrangements, and that each has monopolized the market for sales of handsets to its own subscribers.

On or about September 20, 2002, a case captioned *Truong, et al. v. AT&T Wireless PCS, LLC, et al.* was filed in the United States District Court for the Northern District of California (Case No. C 02 4580). The Company is named as a defendant, along with several other wireless carriers providing service in the San Francisco metropolitan area. This complaint is substantively identical to that filed in the *Beeler* case, described above.

On or about August 23, 2002, a case captioned Millen, et al. v. AT&T Wireless PCS, LLC, et al. was filed in the United States District Court for the District of Massachusetts (Case No. 02-11689). The Company is named as a defendant, along with several other wireless carriers providing service in the Boston metropolitan area. This complaint is substantively identical to that filed in the Beeler and Truong cases, described above.

On or about April 5, 2002, a case captioned Wireless Consumers Alliance, Inc., et al. v. AT&T Cellular Services, Inc., et al. was filed in the United States District Court for the Southern District of New York (Case No. 02 CV 2637). The Company is named as a defendant, along with several other wireless carriers providing service in the New York metropolitan area. In an amended complaint, plaintiffs seek to certify a nationwide class consisting of persons who have purchased wireless service during the four years immediately preceding the filing of the complaint, and seek injunctive relief and damages under Section 1 of the Sherman Act.

On or about September 5, 2001, the second amended complaint in a case captioned DiBraccio v. AT&T Wireless Services, Inc., et al. was filed in Florida State Court (Eleventh Judicial Circuit, in and for Miami-Dade County) (Case No. 99-20450 CA-20). The Company is named as a defendant, along with ABC Cellular Corp., a reseller of wireless services and handsets in South Florida. Plaintiff seeks damages for alleged monopolization of wireless phone services in South Florida under Section 542.19 of the Florida Statutes and conspiracy to monopolize under the same statute.

AT&T Wireless PCS, LLC FCC Form 603 Exhibit C April 2003 Page 2 of 2

On or about September 27, 2002, a case captioned Morales, et. al. v. AT&T Wireless PCS, LLC, et. al. was filed in the United States District Court for the Southern District of Texas (Case No. L-02-CV120). The company is named as a defendant, along with several other wireless carriers providing service in Texas. The complaint is substantively identical to that filed in the Beeler, Millen and Truong cases mentioned above.

AT&T Wireless believes that none of the listed cases has merit

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 04/16/2003 at 04:30PM
		File Number: 0001253983

1) Application Purpose: Amendment

2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

File Number: 0001253983

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation? No

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? No

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10) FCC Registration Number (FRN): 00	06538011			
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individual): Sk	agit Wireless, LLC			
13) Attention To: Darla Pomeroy				
14) P.O. Box: 397	P.O. Box: 397 And / Or 15) Street Addr			
16) City: Unionville	·	17) State: PA	18) Zip Code: 19375	
19) Telephone Number: (610)345-9067		20) FAX Number:		
21) E-Mail Address:				

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

IIRALE.	American Indian or Alaska Native:	Asian:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		,
Gender:	Female:	Male:		

Transferor Information (for transfers of control only)

23) FCC Registration Number (FRN):				
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual):				
26) P.O. Box:	And / Or	27) Street Address:		
28) City:		29) State:	30) Zip Code:	
31) Telephone Number:	32) FAX Number:			
33) E-Mail Address:				

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name:	MI:	Last Name:	Suffix:	
35) Company Name:				
36) P.O. Box:	And / Or	37) Street Address:		
38) City:		39) State:	40) Zip Code:	
41) Telephone Number:		42) FAX Number:		
43) E-Mail Address:				***************************************

Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corporati	on		
45) FCC Registration Number (FI	RN): 0003291192			
46) First Name (if individual):	MI:	Last Name:	Suffix:	
47) Entity Name (if other than ind	ividual): AT&T Wirel	ess PCS, LLC		
48) Name of Real Party in Interes	t:		49) TIN:	
50) Attention To: David C. Jatlov	v			
51) P.O. Box:	And / Or	52) Street Address: 1	150 Connecticut Ave.; 4th Fi.	
53) City: Washington		54) State: DC	55) Zip Code: 20036	
56) Telephone Number: (202)223	-9222	57) FAX Number: (20)	2)223-9095	
58) E-Mail Address: david.jatlow	@attws.com			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: David	MI: C	Last Name: Jatlow	Suffix:
60) Company Name: AT&T Wi	reless PCS, LLC		
61) P.O. Box:	And / Or	62) Street Address: 1150 C	Connecticut Ave.; 4th Fl.
63) City: Washington		64) State: DC	65) Zip Code: 20036
66) Telephone Number: (202)223-9222		67) FAX Number: (202)223-9095	
68) E-Mail Address: david.jatle	ow@attws.com		

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction bermit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

≅Kace. :	American Indian or Alaska Native:	Asian:	Native Hawaiian or Other Pacific Islander:	hite:
Ethnicity:	Hispanic of Latino.	Not Hispanic or Latino:		
Gender:	Female:	Male:	 	

Assignor/Transferor Certification Statements

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for <i>pro forma</i> assignments and transfers by telecommunications carriers. See <i>Memorandum Opinion and Order</i> , 13 FCC Rcd. 6293(1998).						
The Assignor or Transferor certificorporated by reference are material.	fies that all stateme erial, are part of this	ents made in this application and in the ex s application, and are true, complete, corre	hibits, attachments, or in documents ect, and made in good faith.			
79) Typed or Printed Name of Part	y Authorized to Sig	ın				
First Name: Darla	MI:	Last Name: Pomeroy	Suffix:			
80) Title: Managing Member						
Signature: Daria Pomeroy 81) Date: 04/16/03						

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against
 the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an
 authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Douglas	MI: I	Last Name: Brandon	Suffix:
83) Title: Vice President of Manager			
Signature: Douglas I Brandon		84) Date: 04/16/03	
WILLFUL FALSE STATEMENTS MADE OF IMPRISONMENT (U.S. Code, Title 18, Section 312)	tion 1001) AND/OF	REVOCATION OF ANY STATION L	ICENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNLH285	AL						Yes	Full

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
1			<u> </u>	<u> </u>

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small **Business Consortium**

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct

The copy resulting from Print Preview is intended to be used as a reference copy only and MAY NOT be submitted to the FCC as an application for manual filing.

Attachment List

Attachment Type	Date	Description	Contents
Other	\$111/4/1111 / 1114	Ex C: AWP Response to Item 77	0178326580956685795729152.pdf
Other	3113/4/11/5/11/5	Ex. A: Description and Pub. Int. Stmt	0178365770956685795729152.pdf

AT&T Wireless PCS, LLC FCC Form 603 Exhibit C April 2003 Page 1 of 2

EXHIBIT C: Response to Question 77

AT&T Wireless Services, Inc. ("AWS"), a real party in interest, hereby submits this response to Question 77 of the FCC Form 603 concerning allegations against various indirect subsidiaries or affiliates of AWS. While these cases may fall outside the scope of disclosures required by Question 77, they are nevertheless being reported out of an abundance of caution.

On or about September 30, 2002, a case captioned *Beeler, et al. v. AT&T Cellular Services, Inc.*, *et al.* was filed in the United States District Court for the Northern District of Illinois, Eastern Division (Case No. 02C 6975). The Company is named as a defendant, along with several other wireless carriers providing service in the Chicago metropolitan area. Pla intiffs allege that the defendant carriers market handsets and wireless service through tying arrangements, and that each has monopolized the market for sales of handsets to its own subscribers.

On or about September 20, 2002, a case captioned *Truong, et al. v. AT&T Wireless PCS, LLC, et al.* was filed in the United States District Court for the Northern District of California (Case No. C 02 4580). The Company is named as a defendant, along with several other wireless carriers providing service in the San Francisco metropolitan area. This complaint is substantively identical to that filed in the *Beeler* case, described above.

On or about August 23, 2002, a case captioned Millen, et al. v. AT&T Wireless PCS, LLC, et al. was filed in the United States District Court for the District of Massachusetts (Case No. 02-11689). The Company is named as a defendant, along with several other wireless carriers providing service in the Boston metropolitan area. This complaint is substantively identical to that filed in the Beeler and Truong cases, described above.

On or about April 5, 2002, a case captioned Wireless Consumers Alliance, Inc., et al. v. AT&T Cellular Services, Inc., et al. was filed in the United States District Court for the Southern District of New York (Case No. 02 CV 2637). The Company is named as a defendant, along with several other wireless carriers providing service in the New York metropolitan area. In an amended complaint, plaintiffs seek to certify a nationwide class consisting of persons who have purchased wireless service during the four years immediately preceding the filing of the complaint, and seek injunctive relief and damages under Section 1 of the Sherman Act.

On or about September 5, 2001, the second amended complaint in a case captioned DiBraccio v. AT&T Wireless Services, Inc., et al. was filed in Florida State Court (Eleventh Judicial Circuit, in and for Miami-Dade County) (Case No. 99-20450 CA-20). The Company is named as a defendant, along with ABC Cellular Corp., a reseller of wireless services and handsets in South Florida. Plaintiff seeks damages for alleged monopolization of wireless phone services in South Florida under Section 542.19 of the Florida Statutes and conspiracy to monopolize under the same statute.

AT&T Wireless PCS, LLC FCC Form 603 Exhibit C April 2003 Page 2 of 2

On or about September 27, 2002, a case captioned *Morales, et. al. v. AT&T Wireless PCS, LLC, et. al.* was filed in the United States District Court for the Southern District of Texas (Case No. L-02-CV120). The company is named as a defendant, along with several other wireless carriers providing service in Texas. The complaint is substantively identical to that filed in the *Beeler*, *Millen* and *Truong* cases mentioned above.

AT&T Wireless believes that none of the listed cases has merit

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 04/16/2003 at 04:27PM
		File Number: 0001253977

1) Application Purpose: Amendment	
in the reducer to tel arry attendance of tributarian order and the results of the bearing appropriate	File Number: 0001253977
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

) Is this a <i>pro forme</i> assignment of authorization or transfer of control? No
) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> transaction being filed under the Commission's forbearance occdures for telecommunications licenses?
For assignment of authorization only, is this a partition and/or disaggregation? No
) Does this filing request a waiver of the Commission rules? Yes', attach an exhibit providing the rule numbers and explaining circumstances. No
) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule ctions and enter the result.
Are attachments being filed with this application? Yes
) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by a assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are n cluded on this form and for which Commission approval is required? Yes
) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are no cluded on this form and for which Commission approval is required? No

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10) FCC Registration Number (FRN): 0006864722		
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual): Arnage Wireles	s, LLC	
13) Attention To: Don A. Adams			
14) P.O. Box:	And / Or	15) Street Address: 1*	1400 SE 6th Street, Suite 100
16) City: Bellvue		17) State: WA	18) Zip Code: 98004
19) Telephone Number: (425)519-3	988	20) FAX Number:	
21) E-Mail Address:			

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23) FCC Registration Number (FRN):				
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual):				
26) P.O. Box: And / Or 27) Street Address:				
28) City:		29) State:	30) Zip Code:	
31) Telephone Number:	32) FAX Number:			
33) E-Mail Address:				

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name:	MI:	Last Name:	Suffix:	
35) Company Name:				
36) P.O. Box:	And / Or	37) Street Address:		
38) City:		39) State:	40) Zip Code:	
41) Telephone Number:		42) FAX Number:		
43) E-Mail Address:				

Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corpora	ition	
45) FCC Registration Number (FRI	N): 0003291192		
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indiv	ridual): AT&T Wir	eless PCS, LLC	
48) Name of Real Party in Interest: 49) TIN:			
50) Attention To: David C. Jatlow			
51) P.O. Box:	And / Or	52) Street Address: 11	I50 Connecticut Ave., NW; 4th Fl.
53) City: Washingon		54) State: DC	55) Zip Code: 20036
56) Telephone Number: (202)223-9222 57) FAX Number: (202)223-9095			
58) E-Mail Address: david.jatlow@	gattws.com		

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: David	MI: C	Last Name: Jatlow	Suffix:		
60) Company Name: AT&T Wireless PCS, LLC					
61) P.O. Box:	And / Or	62) Street Address: 1150 Connecticut Ave.; 4th Fl.			
63) City: Washington		64) State: DC	65) Zip Code: 20036		
66) Telephone Number: (202)2	23-9222	67) FAX Number: (202)223-9095			
68) E-Mail Address: david.jatlow@attws.com					

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Hace.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for <i>pro forma</i> assignments and transfers by telecommunications carriers. See <i>Memorandum Opinion and Order</i> , 13 FCC Rcd. 6293(1998).						
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.						
79) Typed or Printed Name of Par	rty Authorized to Sig	n				
First Name: Darla	First Name: Darla MI: Last Name: Pomeroy Suffix:					
80) Title: Vice President						
Signature: Darla Pomeroy 81) Date: 04/16/03						

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as agains the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- "If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Douglas	MI: I	Last Name: Brandon	Suffix:			
83) Title: Vice President of Manager						
Signature: Douglas I Brandon		84) Date: 04/16/03				
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 503).						

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNLG716	AL						Yes	Full

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

***************************************	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:		

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

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4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

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